

ter, the charter granted by this chapter shall expire.

(Pub. L. 100-655, title I, §116, Nov. 14, 1988, 102 Stat. 3852.)

## CHAPTER 74—AMERICAN ACADEMY OF ARTS AND LETTERS

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### § 4201. Corporation created

William Dean Howells, of Maine; Henry Adams, of the District of Columbia; Theodore Roosevelt, of New York; John Singer Sargent, of Massachusetts; Daniel Chester French, of New York; John Burroughs, of New York; James Ford Rhodes, of Massachusetts; Horatio William Parker, of Connecticut; William Milligan Sloane, of New Jersey; Robert Underwood Johnson, of New York; George Washington Cable, of Massachusetts; Andrew Dickson White, of New York; Henry van Dyke, of New Jersey; William Crary Brownell, of New York; Basil Lanneau Gildersleeve, of Maryland; Woodrow Wilson, of New Jersey; Arthur Twining Hadley, of Connecticut; Henry Cabot Lodge, of Massachusetts; Edwin Howland Blashfield, of New York; William Merritt Chase, of New York; Thomas Hastings, of New York; Hamilton Wright Mabie, of New Jersey; Brander Matthews, of New York; Thomas Nelson Page, of the District of Columbia; Elihu Vedder, of Massachusetts; George Edward Woodberry, of Massachusetts; Kenyon Cox, of New York; George Whitefield Chadwick, of Massachusetts; Abbott Handerson Thayer, of New Hampshire; Henry Mills Alden, of New Jersey; George de Forest Brush, of New Hampshire; William Rutherford Mead, of New York; Bliss Perry, of Massachusetts; Abbott Lawrence Lowell, of Massachusetts; James Whitcomb Riley, of Indiana; Nicholas Murray Butler, of New York; Paul Wayland Bartlett, of New York; Owen Wister, of Pennsylvania; Herbert Adams, of New Hampshire; Augustus Thomas, of New York; Timothy Cole, of New York; Cass Gilbert, of New York; William Roscoe Thayer, of Massachusetts; Robert Grant, of Massachusetts; Frederick Macmonnies, of New York; Julian Alden Weir, of Connecticut; William Gillette, of Connecticut; Paul Elmer More, of New Jersey; George Lockhart Rives, of New York, and their successors, duly chosen, are hereby incorporated, constituted, and declared to be a body corporate of the District of Columbia, by the name of the American Academy of Arts and Letters.

(Apr. 17, 1916, ch. 77, §1, 39 Stat. 51.)

### § 4202. Purposes of corporation

The purposes of this corporation are and shall be the furtherance of the interests of literature and the fine arts.

(Apr. 17, 1916, ch. 77, §2, 39 Stat. 51.)

### § 4203. Membership; powers of corporation

The American Academy of Arts and Letters shall consist of not more than fifty regular members, and the said corporation hereby constituted shall have power to make by-laws and rules and regulations; to fill all vacancies created by death, resignation, or otherwise; to provide for the election of foreign, domestic, or honorary associate members, and the division of such members into classes, and to do all other matters needful or usual in such institutions.

(Apr. 17, 1916, ch. 77, §3, 39 Stat. 51.)

### § 4204. Annual meeting; annual report

The American Academy of Arts and Letters shall hold an annual meeting at such place in the United States as may be designated and shall make an annual report to the Congress, to be filed with the Librarian of Congress.

(Apr. 17, 1916, ch. 77, §4, 39 Stat. 51.)

### § 4205. Acquisition of property by bequest or donation

The American Academy of Arts and Letters be, and the same is hereby, authorized and empowered to receive bequests and donations of real or personal property and to hold the same in trust, and to invest and reinvest the same for the purpose of furthering the interests of literature and the fine arts.

(Apr. 17, 1916, ch. 77, §5, 39 Stat. 52.)

### § 4206. Reservation of right to amend or repeal chapter

The right to alter, amend, or repeal this chapter is hereby expressly reserved.

(Apr. 17, 1916, ch. 77, §6, 39 Stat. 52.)

## CHAPTER 75—AVIATION HALL OF FAME

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4306.	Membership; voting rights.
4307.	Board of trustees. <ul style="list-style-type: none"> <li>(a) Composition of initial board.</li> <li>(b) Composition of subsequent boards; tenure.</li> <li>(c) Governing period; duties.</li> </ul>
4308.	Officers.
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### § 4301. Corporation created

The following persons: Stanley C. Allyn, Oakwood, Ohio; J. L. Atwood, El Segundo, Califor-

nia; C. M. Pat Barnes, Oakwood, Ohio; Robert J. Barth, Oakwood, Ohio; Donald H. Battin, Dayton, Ohio; Milton A. Caniff, New City, New York; Robert S. Chubb, Oakwood, Ohio; Albert N. Clarkson, Dayton, Ohio; Frederick C. Crawford, Cleveland, Ohio; Don L. Crawford, Dayton, Ohio; Donald W. Douglas, Senior, Santa Monica, California; Charles S. Draper, Cambridge, Massachusetts; John G. Fitzpatrick, Oakwood, Ohio; John P. Fraim, Junior, Oakwood, Ohio; Courtlandt S. Gross, Burbank, California; James W. Jacobs, Dayton, Ohio; Thomas D. Johnson, Xenia, Ohio; Gregory C. Karas, Oakwood, Ohio; John W. Kercher, Oakwood, Ohio; Eugene W. Kettering, Kettering, Ohio; William G. Kiefaber, Dayton, Ohio; Gerald H. Leland, Centerville, Ohio; John A. Lombard, Dayton, Ohio; G. I. MacIntyre, Kettering, Ohio; Fred F. Marshall, Cedarville, Ohio; Robert W. Martin, New York, New York; James S. McDonnell, Junior, Saint Louis, Missouri; Karl B. Mills, Dayton, Ohio; John B. Montgomery, Murray Hill, New Jersey; John H. Murphy, Kettering, Ohio; Larry E. O'Neil, Kettering, Ohio; Mundy I. Peale, Farmingdale, Long Island, New York; Louis F. Polk, Oakwood, Ohio; Edwin W. Rawlings, Minneapolis, Minnesota; Robert G. Ruegg, Wright-Patterson Air Force Base, Ohio; Alden K. Sibley, Grosse Pointe Shores, Michigan; Igor I. Sikorsky, Stratford, Connecticut; Robert J. Simons, Dayton, Ohio; James H. Straubel, Washington, District of Columbia; Charles V. Truax, Kettering, Ohio; John P. Turner, Junior, Oakwood, Ohio; Gerald E. Weller, Kettering, Ohio; Charles W. Whalen, Junior, Oakwood, Ohio; Bernard L. Whelan, Fairfield, Connecticut; Thomas D. White, Washington, District of Columbia; Gill Rob Wilson, Claremont, California; Louis Wozar, Oakwood, Ohio; and their successors, are hereby created and declared to be a body corporate by the name of the Aviation Hall of Fame (hereinafter referred to as the "corporation") and by such name shall be known and have perpetual succession and the powers, limitations, and restrictions herein contained.

(Pub. L. 88-372, §1, July 14, 1964, 78 Stat. 314.)

#### SECTION REFERRED TO IN OTHER SECTIONS

This section is referred to in sections 4302, 4307, 4309 of this title.

### § 4302. Completion of organization

A majority of the persons named in section 4301 of this title are authorized to complete the organization of the corporation by the selection of officers and employees, the adoption of by-laws, not inconsistent with the chapter, and the doing of such other acts as may be necessary for such purpose.

(Pub. L. 88-372, §2, July 14, 1964, 78 Stat. 314.)

### § 4303. Purposes of corporation

The purposes of the corporation shall be—

(1) To receive and maintain a fund or funds, and to use and apply the whole or any part of the income therefrom, and the principal thereof, exclusively for charitable, scientific, literary, or educational purposes, either directly or by contributions to organizations duly authorized to

carry on similar activities, but no part of such income or principal shall be contributed to any organization whose net earnings or any part thereof inure to the benefit of any private shareholder or individual, or any substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation. The detailed purposes hereinafter set forth shall at all times be subject to and in furtherance of the provisions contained in this paragraph.

(2) To honor citizens, aviation leaders, pilots, teachers, scientists, engineers, inventors, governmental leaders, and other individual<sup>1</sup> who have helped to make this Nation great by their outstanding contributions to the establishment, development, advancement, or improvement of aviation in the United States of America.

(3) To perpetuate the memory of such persons and record their contributions and achievements by the erection and maintenance of such buildings, monuments, and edifices as may be deemed appropriate as a lasting memorial.

(4) To foster, promote, and encourage a better sense of appreciation of the origins and growth of aviation, especially in the United States of America, and the part aviation has played in changing the economic, social, and scientific aspects of our Nation.

(5) To establish and maintain a library and museum for collecting and preserving for posterity, the history of those honored by the organization, together with a documentation of their accomplishments and contributions to aviation, including, but not limited to, such items as aviation pictures, paintings, books, papers, documents, scientific data, relics, mementos, artifacts, and things relating thereto.

(6) To cooperate with other recognized aviation organizations which are actively engaged and interested in similar projects.

(7) To engage in any and all activities incidental thereto or necessary, suitable, or proper for the accomplishment of any of the aforementioned purposes.

(Pub. L. 88-372, §3, July 14, 1964, 78 Stat. 314.)

### § 4304. Powers of corporation

The corporation shall have the power—

(1) to have succession by its corporate name;

(2) to sue and be sued, complain and defend in any court of competent jurisdiction;

(3) to adopt, use, and alter a corporate seal;

(4) to choose such officers, trustees, managers, agents, and employees as the business of the corporation may require;

(5) to adopt, amend, and alter bylaws, not inconsistent with the laws of the United States or any State in which the corporation is to operate, for the management of its property and the regulation of its affairs;

(6) to contract and be contracted with;

(7) to take by lease, gift, purchase, grant, devise, or bequest from any private corporation, association, partnership, firm, or individual and to hold any property, real, personal, or mixed, necessary or convenient for attaining the objects and carrying into effect the pur-

<sup>1</sup> So in original. Probably should be "individuals".

poses of the corporation, subject, however, to applicable provisions of law of any State (A) governing the amount or kind of property which may be held by, or (B) otherwise limiting or controlling the ownership of property by, a corporation operating in such State;

(8) to transfer, convey, lease, sublease, encumber, and otherwise alienate real, personal, or mixed property; and

(9) to borrow money for the purposes of the corporation, issue bonds therefor, and secure the same by mortgage, deed of trust, pledge, or otherwise, subject in every case to all applicable provisions of Federal and State laws.

(Pub. L. 88-372, § 4, July 14, 1964, 78 Stat. 315.)

**§ 4305. Principal office; territorial scope of activities; agent for service of process**

(a) The principal office of the corporation shall be located in Dayton, Ohio, or in such other place as may be later determined by the board of trustees, but the activities of the corporation shall not be confined to that place, but may be conducted throughout the various States, the Commonwealth of Puerto Rico, and the territories and possessions of the United States.

(b) The corporation shall have in the District of Columbia at all times a designated agent authorized to accept service of process for the corporation; and notice to or service upon such agent shall be deemed notice to or service upon the corporation.

(Pub. L. 88-372, § 5, July 14, 1964, 78 Stat. 316.)

**§ 4306. Membership; voting rights**

(a) Eligibility for membership in the corporation and the rights, privileges, and designation of classes of members shall, except as provided in this chapter, be determined as the bylaws of the corporation may provide.

(b) Each member of the corporation given voting rights by the bylaws shall have the right to one vote on each matter submitted to a vote at all meetings of the voting members of the corporation, which vote may be cast in such manner as the bylaws may prescribe.

(Pub. L. 88-372, § 6, July 14, 1964, 78 Stat. 316.)

**§ 4307. Board of trustees**

**(a) Composition of initial board**

Upon enactment of this chapter the membership of the initial board of trustees of the corporation shall be elected from those persons named in section 4301 of this title, their survivors and such additional persons, if any, as shall be named by them.

**(b) Composition of subsequent boards; tenure**

Thereafter, the board of trustees of the corporation shall consist of such number (not less than eighteen), shall be selected in such manner (including the filling of vacancies), and shall serve for such term as may be provided in the bylaws of the corporation.

**(c) Governing period; duties**

The board of trustees shall be the governing body of the corporation, and, during intervals

between the meetings of members, shall be responsible for the general policies and program of the corporation and for the control of all funds of the corporation. The board of trustees shall appoint a board of nominations from the membership of the corporation; may appoint committees which shall have and exercise such powers as may be prescribed in the bylaws or by resolution of the board of trustees, and which may be all of the powers of the board of trustees.

(Pub. L. 88-372, § 7, July 14, 1964, 78 Stat. 316.)

**§ 4308. Officers**

(a) The officers of the corporation shall be a president, one or more vice presidents (as may be prescribed in the bylaws of the corporation), a secretary, a treasurer, and such other officers as may be provided in the bylaws.

(b) The officers of the corporation shall be elected in such manner and for such terms and with such duties as may be prescribed in the bylaws of the corporation.

(Pub. L. 88-372, § 8, July 14, 1964, 78 Stat. 316.)

**§ 4309. Board of nominations; composition; duties**

(a) The board of trustees shall appoint a board of nominations from those persons named in section 4301 of this title, their survivors and such additional persons, if any, as shall be named by them, not concurrently serving as a member of the board of trustees, and consisting of such number (not less than twenty-four); and shall serve for such term as provided in the bylaws of the corporation.

(b) The board of nominations shall be the designated body of the corporation to nominate United States citizens or residents to be honored by the corporation and recommend such persons to the board of trustees for consideration as prescribed in the bylaws of the corporation.

(Pub. L. 88-372, § 9, July 14, 1964, 78 Stat. 316.)

**§ 4310. Distribution of income or assets to members; loans**

(a) No part of the income or assets of the corporation shall inure to any of its members, trustees, members of the board of nominations, or officers as such, or be distributable to any of them during the life of the corporation or upon its dissolution or final liquidation. Nothing in this subsection, however, shall be construed to prevent the payment of reasonable compensation to officers and employees of the corporation in amounts approved by the board of trustees of the corporation.

(b) The corporation shall not make loans to its members, trustees, members of the board of nominations, officers, or employees. Any trustee who votes for or assents to making of a loan or advance to a member, member of the board of nominations, officer, trustee, or employee of the corporation, and any officer who participates in the making of such a loan or advance, shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof.

(Pub. L. 88-372, § 10, July 14, 1964, 78 Stat. 317.)

**§ 4311. Nonpolitical nature of corporation**

The corporation and its members, members of the board of nominations, trustees, officers, and employees as such shall not contribute to or otherwise support or assist any political party or candidate for public office.

(Pub. L. 88-372, § 11, July 14, 1964, 78 Stat. 317.)

**§ 4312. Liability for acts of officers and agents**

The corporation shall be liable for the acts of its officers and agents when acting within the scope of their authority.

(Pub. L. 88-372, § 12, July 14, 1964, 78 Stat. 317.)

**§ 4313. Prohibition against issuance of stock or payment of dividends**

The corporation shall have no power to issue any shares of stock or to declare or pay any dividends.

(Pub. L. 88-372, § 13, July 14, 1964, 78 Stat. 317.)

**§ 4314. Books and records; inspection**

The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, board of trustees, board of nominations, and committees having any of the authority of the board of trustees; and shall also keep at its principal office a record of the names and addresses of its members entitled to vote. All books and records of the corporation may be inspected by any member entitled to vote, or his agent or attorney, for any proper purpose, at any reasonable time.

(Pub. L. 88-372, § 14, July 14, 1964, 78 Stat. 317.)

**§ 4315. Audit of financial transactions**

(a) The accounts of the corporation shall be audited annually in accordance with generally accepted auditing standards by independent certified public accountants or independent licensed public accountants, certified or licensed by a regulatory authority of a State or other political subdivision of the United States. The audit shall be conducted at the place where the accounts of the corporation are normally kept. All books, accounts, financial records, reports, files, and all other papers, things, or property belonging to or in use by the corporation and necessary to facilitate the audit shall be made available to the person or persons conducting the audit; and full facilities for verifying transactions with the balances or securities held by depositories, fiscal agents, and custodians, shall be afforded to such person or persons.

(b) A report of such audit shall be made by the corporation to the Congress not later than six months following the close of the fiscal year for which the audit is made. The report shall set forth the scope of the audit and include such statements, together with the independent auditor's opinion of those statements, as are necessary to present fairly the corporation's assets and liabilities, surplus or deficit with an analysis of the changes therein during the year, supplemented in reasonable detail by a statement of the corporation's income and expenses during

the year including (1) the results of any trading, manufacturing, publishing, or other commercial-type endeavor carried on by the corporation, and (2) a schedule of all contracts requiring payments in excess of \$10,000 and any payments of compensation, salaries, or fees at a rate in excess of \$10,000 per annum. The report shall not be printed as a public document.

(Pub. L. 88-372, § 15, July 14, 1964, 78 Stat. 317.)

**§ 4316. Use of assets on dissolution or liquidation**

Upon dissolution or final liquidation of the corporation, after discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets, if any, of the corporation shall be distributed in accordance with the determination of the board of trustees of the corporation and in compliance with the charter and by-laws of the corporation and all Federal and State laws applicable thereto. Such distribution shall be consistent with the purposes of the corporation.

(Pub. L. 88-372, § 16, July 14, 1964, 78 Stat. 318.)

**§ 4317. Acquisition of assets and liabilities of existing corporation**

The corporation may acquire the assets of the National Aviation Hall of Fame, a general, not-for-profit corporation organized under the laws of the State of Ohio, upon discharging or satisfactorily providing for the payment and discharge of all of the liabilities of such corporation.

(Pub. L. 88-372, § 17, July 14, 1964, 78 Stat. 318.)

**§ 4318. Reservation of right to amend or repeal chapter**

The right to alter, amend, or repeal this chapter is expressly reserved.

(Pub. L. 88-372, § 18, July 14, 1964, 78 Stat. 318.)

**CHAPTER 76—FREDERICK DOUGLASS MEMORIAL AND HISTORICAL ASSOCIATION**

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**§ 4401. Corporation created; objects and purposes**

Helen Douglass, William H. H. Hart, Francis J. Grimke, May Wright Sewall, Edward A. Clarke, their associates and successors, be, and they are hereby declared to be, a body politic and corporate, in the District of Columbia, with perpetual succession, by and under the name, style, and title of the Frederick Douglass Memorial and Historical Association, for the following objects and purposes, to wit:

First. To preserve to posterity the memory of the life and character of the late Frederick Douglass.

Second. To collect, collate, and preserve a historical record of the inception, progress, and